
Prepared by [REDACTED]
American Tower Corporation
10 Presidential Way
Woburn, MA 01801
Attn: Law Department
Site #275184
Site Name: Oak Creek

111593-R3
612-371-1111

Amendment to Option and Lease Agreement and Memorandum of Lease

THIS AMENDMENT TO OPTION AND LEASE AGREEMENT and MEMORANDUM OF LEASE ("Amendment") is executed this 22 day of November, 2011 by and between John F. Nicholson, Jr. and wife, Flora Jo Nicholson, with a mailing address of 2632 Oak Woods Drive E., Hernando, MS 38632 ("Landlord") and American Towers LLC, a Delaware limited liability company f/k/a American Towers, Inc., a Delaware corporation, with a mailing address of 10 Presidential Way, Woburn, MA 01801 ("American Tower").

WHEREAS, Landlord and New Cingular Wireless PCS, LLC, predecessor in interest to American Tower, entered into that Option and Lease Agreement dated March 8, 2011 (the "Lease Agreement") and a Memorandum of Lease which is recorded in **Book 145, Page 47** of the real property records of Desoto County, MS (the "Memorandum"); and

WHEREAS, Landlord and American Tower desire to document the final proposed location of the Premises as well as the metes and bounds description of the Premises and easements for ingress, egress and utilities.

NOW, THEREFORE, in consideration of the Agreement and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Landlord and

Return To:

Old Republic Site Management Services
17330 Preston Road, Suite 150A
Dallas, Texas 75252

American Tower agree that the Lease Agreement and Memorandum are hereby amended as follows:

1. **Premises.** Landlord and American Tower desire to document the final proposed location of the Premises and easements for ingress, egress, and utilities. Therefore, Exhibit 1 of the Lease and Memorandum are hereby replaced with Exhibit 1 attached hereto.

2. Except as amended herein, all terms, conditions, provisions, covenants and agreements contained in the Lease Agreement and Memorandum, are hereby ratified and confirmed in their entirety. The terms used herein and not otherwise defined in this Amendment shall have the same meaning as set forth in the Lease Agreement.

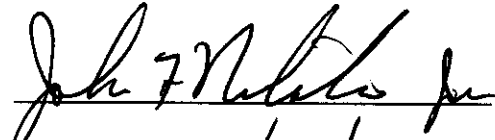
3. Landlord and American Tower represent and warrant to each other that as of the date of this execution, there are no uncured defaults under the terms of the Lease Agreement and that the Lease Agreement is in full force and effect.

SIGNATURES TO FOLLOW

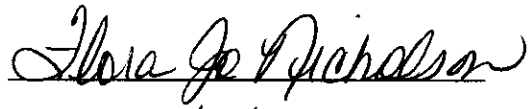
IN WITNESS WHEREOF, Landlord and American Tower have each executed this Agreement as of the respective dates written below.

LANDLORD:

John F. Nicholson, Jr.


Date: 11/15/11

Flora Jo Nicholson


Date: 11/14/11

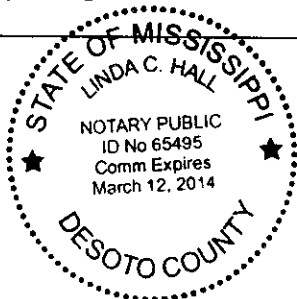
ACKNOWLEDGMENTS TO FOLLOW

STATE OF Mississippi
COUNTY OF Desoto

I, a Notary Public of the County and State aforesaid, certify that
Flora J. Nicholson came before me this day and acknowledged the execution of
the foregoing instrument.

Witness my hand and official stamp or seal, this 14 day of November
2011.

[Affix Notary Seal]



Notary Public
My commission expires:

Linda C Hall

STATE OF Ms
COUNTY OF Desoto

I, a Notary Public of the County and State aforesaid, certify that
John F. Nicholson Jr came before me this day and acknowledged the execution of
the foregoing instrument.

Witness my hand and official stamp or seal, this 15th day of November,
2011.

[Affix Notary Seal]

Jani M Hank

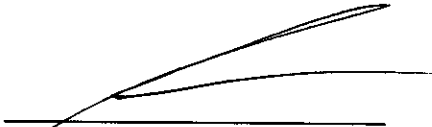


Notary Public
My commission expires:

9-9-2013
Jani M Hank

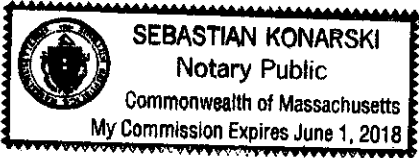
AMERICAN TOWER:

American Towers LLC, a Delaware limited liability company

By: 
Name: STEVE VONDRAN
Title: Senior Vice President
Date: 11/22/2011
2011
General Counsel

COMMONWEALTH OF MASSACHUSETTS)
) ss:
COUNTY OF MIDDLESEX)

On the 22 day of November, 2011, the undersigned notary public, personally appeared Steve Vondran, proved to me through satisfactory evidence of identification, which were personally known, to be the person who name is signed on the preceding or attached document, and acknowledged that he/she signed it voluntarily for its stated purpose, as Senior VP General Counsel, of American Towers LLC before me.





Notary Public
My Commission Expires:

EXHIBIT 1

Leased Premises:

BEGINNING AT A CAPPED IRON PIN SET AT THE EAST CORNER OF AT&T MOBILITY'S TOWER SITE LEASEHOLD AREA LOCATED AT MISSISSIPPI STATE PLANE (WEST ZONE) NAD 83 GRID COORDINATE NORTH 1,938,544.80, EAST 2,414,781.86, SAID IRON PIN BEING NORTH 87 DEGREES 54 MINUTES 00 SECONDS WEST, 580.95 FEET FROM AN IRON PIN FOUND AT THE SOUTHEAST CORNER OF THE PROPERTY CONVEYED TO JOHN F. NICHOLSON, JR., AND WIFE, FLORA JO NICHOLSON, OF RECORD IN DEED BOOK 196, PAGE 604, OF THE CHANCERY COURT CLERK'S OFFICE OF DESOTO COUNTY, MISSISSIPPI;

THENCE, SOUTH 50 DEGREES 36 MINUTES 00 SECONDS WEST, 100.00 FEET TO A CAPPED IRON PIN SET AT THE SOUTH CORNER OF AT&T MOBILITY'S TOWERSITE LEASEHOLD AREA;

THENCE, NORTH 39 DEGREES 24 MINUTES 00 SECONDS WEST, 100.00 FEET TO A CAPPED IRON PIN SET AT THE NORTHEAST CORNER OF AT&T MOBILITY'S TOWER SITE LEASEHOLD AREA;

THENCE, NORTH 50 DEGREES 36 MINUTES 00 SECONDS EAST, 100.00 FEET TO A CAPPED IRON PIN SET AT THE SOUTHEAST CORNER OF AT&T MOBILITY'S TOWER SITE LEASEHOLD AREA;

THENCE, SOUTH 39 DEGREES 24 MINUTES 00 SECONDS EAST, 100.00 FEET TO THE POINT OF BEGINNING, CONTAINING 10,000 SQUARE FEET, (0.23 ACRES).

BEING A PORTION OF THE PROPERTY CONVEYED TO JOHN F. NICHOLSON, JR., AND WIFE, FLORA JO NICHOLSON, OF RECORD IN DEED BOOK 196, PAGE 604, OF THE CHANCERY COURT CLERK'S OFFICE OF DESOTO COUNTY, MISSISSIPPI.

Easement for Access and Utilities:

BEING A THIRTY FOOT WIDE JOINT ACCESS AND UTILITY EASEMENT EXTENDING FROM THE WEST MARGIN OF GETWELL ROAD TO THE SOUTHEAST MARGIN OF AT&T MOBILITY'S TOWER SITE LEASEHOLD AREA, AT ALL TIMES BEING TEN FEET WIDE EACH SIDE OF AND PARALLEL WITH THE FOLLOWING DESCRIBED CENTERLINE:

BEGINNING AT A CAPPED IRON PIN SET IN THE WEST MARGIN OF GETWELL ROAD LOCATED AT MISSISSIPPI STATE PLANE (WEST ZONE) NAD 83 GRID COORDINATE NORTH 1,938,579.31, EAST 2,415,262.98, SAID IRON PIN BEING NORTH 8 DEGREES 58 MINUTES 07 SECONDS WEST, 248.77 FEET FROM AN IRON PIN FOUND AT THE SOUTHEAST CORNER OF THE PROPERTY CONVEYED TO JOHN F. NICHOLSON, JR., AND WIFE, FLORA JO NICHOLSON, OF RECORD IN DEED BOOK 196, PAGE 604, OF THE CHANCERY COURT CLERK'S OFFICE OF DESOTO COUNTY, MISSISSIPPI;

THENCE, LEAVING THE WEST MARGIN OF GETWELL ROAD, ALONG A CURVE TO THE LEFT WITH A CENTRAL ANGLE OF 79 DEGREES 34 MINUTES 46 SECONDS, A RADIUS OF 37.98 FEET, AND A CHORD BEARING OF SOUTH 29 DEGREES 19 MINUTES 00 SECONDS WEST, 48.61 FEET, A TOTAL DISTANCE OF 52.75 FEET TO A CAPPED IRON PIN SET;

THENCE, SOUTH 10 DEGREES 28 MINUTES 23 SECONDS EAST, 47.87 FEET TO A CAPPED IRON PIN SET;

THENCE, ALONG A CURVE TO THE RIGHT WITH A CENTRAL ANGLE OF 100 DEGREES 24 MINUTES 16 SECONDS, AND A RADIUS OF 105.00 FEET, A DISTANCE OF 184.00 FEET TO A CAPPED IRON PIN SET;

THENCE, SOUTH 89 DEGREES 55 MINUTES 53 SECONDS WEST, 267.09 FEET TO A CAPPED IRON PIN SET;

THENCE, ALONG A CURVE TO THE RIGHT WITH A CENTRAL ANGLE OF 67 DEGREES 35 MINUTES 44 SECONDS, AND A RADIUS OF 50.00 FEET, A DISTANCE OF 58.99 FEET TO A CAPPED IRON PIN SET;

THENCE, NORTH 22 DEGREES 28 MINUTES 35 SECONDS WEST, 4.26 FEET TO A CAPPED IRON PIN SET;

THENCE, ALONG A CURVE TO THE LEFT WITH A CENTRAL ANGLE OF 16 DEGREES 49 MINUTES 54 SECONDS, AND A RADIUS OF 100.00 FEET, A DISTANCE OF 29.38 FEET TO A POINT;

THENCE, NORTH 39 DEGREES 18 MINUTES 29 SECONDS WEST, 112.81 FEET TO A CAPPED IRON PIN SET IN THE SOUTHEAST MARGIN OF AT&T MOBILITY'S TOWER SITE LEASEHOLD AREA, CONTAINING 22,709 SQUARE FEET, (0.521 ACRES).

BEING A PORTION OF THE PROPERTY CONVEYED TO JOHN F. NICHOLSON, JR., AND WIFE, FLORA JO NICHOLSON, OF RECORD IN DEED BOOK 196, PAGE 604, OF THE CHANCERY COURT CLERK'S OFFICE OF DESOTO COUNTY, MISSISSIPPI.

Turn Around Easement:

BEGINNING AT A CAPPED IRON PIN SET AT THE EAST CORNER OF AT&T MOBILITY'S TOWER SITE LEASEHOLD AREA;
THENCE, SOUTH 39 DEGREES 24 MINUTES 00 SECONDS EAST, 20.00 FEET TO A POINT;
THENCE, SOUTH 50 DEGREES 36 MINUTES 00 SECONDS WEST, 100.00 FEET TO A POINT;
THENCE, NORTH 39 DEGREES 24 MINUTES 00 SECONDS WEST, 20.00 FEET TO A CAPPED IRON PIN SET AT THE SOUTH CORNER
OF AT&T MOBILITY'S TOWER SITE LEASEHOLD AREA;
THENCE, WITH THE SOUTHEAST MARGIN OF AT&T MOBILITY'S TOWER SITE LEASEHOLD AREA, NORTH 50 DEGREES 36 MINUTES 00
SECONDS EAST, 100.00 FEET TO THE POINT OF BEGINNING, CONTAINING 2,000 SQUARE FEET, (0.046 ACRES).
BEING A PORTION OF THE PROPERTY CONVEYED TO JOHN F. NICHOLSON, JR., AND WIFE, FLORA JO NICHOLSON, OF RECORD IN
DEED BOOK 196, PAGE 604, OF THE CHANCERY COURT CLERK'S OFFICE OF DESOTO COUNTY, MISSISSIPPI.

Depicted As:

